JOHN T. CHANDLER / DOWN St. Law

Virginia Avenue Professional Centre • 900 Virginia Avenue, Suite 7 • Fort Pierce, FL 34982
Telephone 561/464-3774 • FAX 561/464-8131

July 9, 2001

Secretary of State Corporate Division 409 E. Gaines St. Tallahassee, FL 32399 800004467098--4 -07/10/01--01039--005 ****122.50 *****78.75

Re: J. Sousa Enterprises, Inc.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. A check in the sum of \$122.50 is enclosed, which represents the following fees:

| Filing fee | | \$ | 35.00 |
|------------------|-----|-----|--------|
| Certified copy | - | | 52.50 |
| Registered agent | fee | | 35.00 |
| TOTAL | | \$] | .22.50 |

Please file the original Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Sincerely,

JOHN T. CHANDLER

JTC/jl

Enclosures

I JUL 10 PM 2:58
ECRETARY OF STATE
LLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAMASSEE, FLORIDA

OF

J. SOUSA ENTERPRISES, INC.

BY THESE ARTICLES OF INCORPORATION the incorporator forms a corporation for profit under Florida law.

1. NAME. The name of the corporation is J. SOUSA ENTERPRISES, INC.

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- 2. TERM. The corporation shall exist perpetually. Corporate existence shall begin when these articles are filled with the Department of State.
- 3. PURPOSE. The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.
- 4. CAPITAL STOCK. This corporation is authorized to issue 100 shares of common stock of a par value of \$1.00 per share. The board of directors may dispose of the authorized but unissued stock from time to time, but every shareholder may purchase his prorata share, as near as can be done without the issuance of fractional shares, on the sale for cash of any previously unissued or new stock of this corporation at the same price at which it is offered to others.
- 5. REGISTERED AGENT. The initial registered agent for this corporation is John T. Chandler, and the initial registered office is located at 900 Virginia Ave, Ste. 7, Fort Pierce, FL 34982.
- 6. CORPORATE ADDRESS. The corporation's initial principal office is located at 900 Virginia Ave, Ste. 7, Fort Pierce, FL 34982 and the mailing address is the same.
- 7. DIRECTORS. This corporation shall have one director initially. The number of directors shall be fixed by the bylaws.
- 8. INITIAL DIRECTORS. The name and address of the first board of directors, who shall hold office until the first annual meeting of stockholders, is Jessica Lind, 900 Virginia Ave, Ste. 7, Fort Pierce, FL 34982.
- 9. INCORPORATOR. The name and address of the incorporator is Jessica Lind, 900 Virginia Ave, Ste. 7, Fort Pierce, FL 34982.

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SECRETARY OF STATE

TALLAHASSEE, FLORIDA

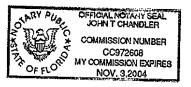
To amend or repeal and reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

Dated this _____ day of July, 2001.

STATE OF FLORIDA COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, who is personally known to me or who was identified by Jessica Lind, who executed the foregoing instrument and who acknowledged before me that he/she executed the same.

WITNESSETH my hand and official seal in the County and State last aforesaid this ___ 9 day of July, 2001.



NOTARY PUBLIC - STATE OF FLORIDA

Commission No.

Commission Expires:

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.